February 24, 2004

The Fleming Company 1945 Lakepoint Drive P. O. Box 2993 Lewisville, TX 75029

ATTN: Archie Dykes



KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

200 East Randolph Drive Chicago, Illinois 60601 FEIN 36-1326630

Inv.# 2757191

IN THE MATTER OF

Adversary Proceedings & Contested Matter File No. 40575-0003

For legal services rendered through January 31, 2004 (see attached Description of Legal Services for detail)	\$ 242,399.50
For disbursements incurred through January 31, 2004 (see attached Description of Expenses for detail)	\$ 29,072.62
Total for legal services rendered and expenses incurred	\$ 271 472 12

Summary of Hours Billed

Timekeeper		<u>Hours</u>	<u>Rate</u>	Amount
Richard S Berger		30.30	655.00	19,846.50
Damian D Capozzola		150.50	480.00	72,240.00
Shirley S Cho		. 80	465.00	372.00
Melissa M Dulac		20.60	360.00	7,416.00
Robert L Guerra		16.90	175.00	2,957.50
Craig C Hoffman		14.40	175.00	2,520.00
Nadia Janjua		5.00	175.00	875.00
Steven R Kotarba		. 50	440.00	220.00
Eric C Liebeler		35.60	575.00	20,470.00
Sydne J Michel		67.10	480.00	32,208.00
Jeffrey R Miller		.90	285.00	256.50
Christina M Moore		7.40	175.00	1,295.00
Haleh Rahjoo		4.50	360.00	1,620.00
James B Ransom		12.30	415.00	5,104.50
Geoffrey A Richards		1.40	540.00	756.00
Romana O Samad		2.00	235.00	470.00
Greer N Shaw		27.30	415.00	11,329.50
Laura Thomas	·	68.00	360.00	24,480.00
Mary C Warner		5.30	175.00	927.50
Richard L Wynne		. 20	670.00	134.00
Richard L Wynne		10.20	695.00	7,089.00
Suzy K Chang		9.80	105.00	1,029.00
Jared D Hager		8.50	175.00	1,487.50
Antoinette Huerta		124.30	105.00	13,051.50
Allison Mayo Andrews		47.50	185.00	8,787.50
Denise Wymore		. 40	210.00	84.00
Edgar I Yep		33.20	105.00	3,486.00
Marcellus Richie		3.00	215.00	645.00
Kenneth Robling		4.60	270.00	1,242.00
Total		712.50		\$ 242,399.50

Description of Legal Services

<u>Date</u>	Hours	<u>Name</u>	<u>Description</u>
12/23/03	. 20	Richard L Wynne	Analyze Munato stipulation for arbitration.
1/01/04	1.00	Damian D Capozzola	Draft motion re discovery against absent class members.
1/02/04	.80	Damian D Capozzola	Review hearing transcripts and revise motion re discovery against absent class members.
1/03/04	1.00	Laura Thomas	Review July DSD hearing transcript for appeal record.
1/03/04	.70	Richard S Berger	Review e-mail correspondence between and among R. Lapowsky, M. Fagan, J. Kennard, M. Benedict and S. Michel re Retailers Omnibus motion, protective orders, discovery scheduling and related matters and e-mail communication to S. Michel re same.
1/03/04	3.20	Damian D Capozzola	Draft motion requesting discovery against absent class members (1.1); review and revise appellate brief re class certification issues and review class certification hearing transcript re same (2.1).
1/03/04	.90	Sydne J Michel	Draft correspondence to R. Berger re C&S settlement with certain retailers (.4); review draft agreement re same (.5).
1/03/04	.20	Sydne J Michel	Leave and respond to voice mail messages from J. Ransom re discovery issues in retailers' omnibus motion.
1/04/04	1.10	Melissa M Dulac	Review and analyze documents produced by WCM.
1/04/04	2.30	Laura Thomas	Review and analyze draft of DSD appeal brief and send comments to E. Liebeler (1.8); review local rules for style and

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			format of brief and send comments re same to E. Liebeler (.5).
1/04/04	4.60	Damian D Capozzola	Review and revise DSD appellate brief and communications with E. Liebeler re same (1.4); analysis and communications re Hawaiian software issues (.5); analysis of privilege issues and communications with S. Cho re same (.4); analysis of and communications re
			case management and scheduling issues (.7); communications re American Greetings settlement issues (.1); review and analysis of Fleming documents and prepare packet for law clerks in advance of trip to Oklahoma
			City for DSD document review (1.2); research re discovery against absent class members (.3).
1/04/04	7.70	Eric C Liebeler	Edit DSD appeal brief.
1/04/04	. 20	Sydne J Michel	Review correspondence from R. Berger re retailers' omnibus motion discovery issues.
1/05/04	3.00	Marcellus Richie	Data loading and database configuration tasks.
1/05/04	1.00	Allison Mayo Andrews	Assist with the preparation of appendix to Rule 8006 motion.
1/05/04	9.30	Antoinette Huerta	Prepare documents and exhibits for filing re DSD appeal matter and opening brief (9.0); research information re DSD class matter (.3).
1/05/04	.90	Jeffrey R Miller	Telephone conference with T. Elliott re adversary proceeding claims (.1); research law re adversary proceeding claims (.8).
1/05/04	3.80	Christina M Moore	Document review in both North and South warehouses re drop shipment, vendor supply agreements and other issues of litigation.

Date	<u>Hours</u>	<u>Name</u>	Description
1/05/04	1.30	Mary C Warner	Document review re vendor supply agreements and related litigation issues.
1/05/04	8.30	Laura Thomas	Revise, edit, cite check and review DSD appeal brief (7.1); research general constructive trust definition (.2); office conference with A. Huerta to review appendix to brief (1.0).
1/05/04	8.20	Damian D Capozzola	Review and analysis of Fleming documents (6.5); review and analysis of DSD-related e-mails and communications re DSD appellate issues (1.1); analysis of DSD scheduling and case management issues (.4); communications re Target issues (.1); communications re Hawaiian software issues (.1).
1/05/04	6.60	Eric C Liebeler	Edit DSD appeal brief.
1/05/04	2.00	James B Ransom	Revise responses to document requests and interrogatories re Retailers' Omnibus Motion.
1/05/04	1.50	James B Ransom	Draft deposition notices re Retailer's Omnibus Motion.
1/05/04	1.20	James B Ransom	Draft letter to Retailers' Counsel summarizing meet and confer re discovery issues.
1/05/04	2.00	Sydne J Michel	Draft and revise memorandum re hearing and discovery issues in retailers' omnibus motion (1.7); telephone conference with M. Fagan re same (.3).
1/05/04	1.20	Sydne J Michel	Draft and revise discovery responses to retailers' omnibus motion.
1/05/04	.50	Sydne J Michel	Revise deposition notices in retailers' omnibus motion.
1/05/04	2.40	Sydne J Michel	Telephone conferences with M. Fagan re discovery responses in retailers' omnibus motion (1.4); telephone conferences with J. Kennard re same

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			(.8); leave voice mail messages for M. Benedict and R. Berger re same (.2).
1/06/04	3.50	Antoinette Huerta	Cite check, brief re Fleming's opening appeal brief re DSD matter.
1/06/04	3.90	Laura Thomas	Review and revise appellate brief (2.7); work with A. Huerta to locate in insert citations to the appendix (.8); exchange emails and telephone calls with S. McFarland re formatting brief for local rules (.4).
1/06/04	10.00	Damian D Capozzola	Review and analysis of Fleming documents and communications re same (8.8); communications re case management issues (.3); communications re Gorman matter (.1); communications re Scozio's matter (.2); communications re Inviernos matter (.2); communications re Target matter (.3); communications re Price Choppers matter (.1).
1/06/04	3.40	Eric C Liebeler	Finalize DSD appeal brief.
1/06/04	.70	Eric C Liebeler	Review Liska materials and discuss with B. Wahlquist, G. Richards.
1/07/04	. 50	Edgar I Yep	Search for documents per E. Liebeler, re DSD matter.
1/07/04	1.00	Allison Mayo Andrews \mathcal{Lo}	Team meeting re document production and outstanding case assignments
1/07/04	7.50	Antoinette Huerta	Research and compile information re B.H.B, Memorial & Bryant, and 23rd and Meridian re upcoming stipulations to be filed (2.0); research and compile information re DSD appeal matter (.5); print out electronic copies of correspondence, pleadings and case documents including all attachments, for the main database and main files for period between 12/01 - 12/08/2003 (5.0).

<u>Date</u>	Hours	Name	Description
1/07/04	.10	Shirley S Cho	Email correspondence re possible complaint against vendor with D. Capozzola.
1/07/04	1.30	Kenneth Robling	Review correspondence re Clark matter and revise motion re same (.7); review documents re same (.2); prepare for and participate in telephone conference call with R. Mullins re same (.4).
1/07/04	.40	Richard S Berger	Communications to and from S. Michel and M. Benedict re outstanding discovery issues in Retailers omnibus motion.
1/07/04	.30	Richard S Berger	Communications to and from R. Wynne re open litigation items.
1/07/04	.50	Richard S Berger	Telephone conferences with S, Michel re resolution of discovery issues in Retailers omnibus motion.
1/07/04	1.50	Richard S Berger	Multiple conference calls with S. Michel, R. Wynne and G. Richards re retailers omnibus motion and related issues.
1/07/04	9.60	Damian D Capozzola	Review and analysis of Fleming documents and communications re same (8.3); communications re Bain issues (.2); communications re Scozio's issues (.1); draft Inviernos discovery responses and communications re same (.7); communications re case management issues (.3).
1/07/04	.30	Sydne J Michel	Review memorandum from M. Benedict re option notice issues.
1/07/04		Sydne J Michel	Legal and factual research re integration and executory contract issues for impact on retailers' motion (2.8); research adequate reserve issues re same (1.0); participate in multiple Kirkland telephone conferences with R. Wynne, R. Berger and G. Richards re same (1.5).

<u>Date</u>	Hours	<u>Name</u>	Description
1/07/04	.80	Sydne J Michel	Telephone conference with M. Benedict re retailers' omnibus motion hearing and discovery issues (.5); leave voice mail message for R. Berger re same (.1); draft memorandum to S. McFarland and C. Lhulier re same (.2).
1/07/04	. 20	Sydne J Michel	Respond to correspondence from M. Benedict re retailers' omnibus motion hearing dates.
1/07/04	.20	Sydne J Michel	Review correspondence from M. Benedict re retailers' omnibus hearing and discovery schedule.
1/07/04	1.50	Sydne J Michel	Review and analyze APA re option notice issues (.8); draft memorandum to M. Benedict re retailers' motion hearing and APA option notice issues (.7).
1/07/04	.50	Sydne J Michel	Office conferences with S. Cho and R. Friedman re option notice issues in APA.
1/08/04	1.50	Edgar I Yep $ ot\!$	Compile hearing transcripts for E. Liebeler.
1/08/04	2.00	Edgar I Yep	Organize and file original evidentiary documents.
1/08/04	7.00	Antoinette Huerta	Update correspondence, pleadings and discovery files electronically sent, including all attachments for dates 12/05 - 12/15/2003 (6.0); research and compile information re DSD appeal matter, and class certification issues (1.0).
1/08/04	.30	Richard S Berger	Conference call with S. Michel and J. Kennard re discovery issues in Retailers Omnibus Motion.
1/08/04	1.50	Richard S Berger	Prepare for and participate in conference call with S. Michel, M. Benedict, J. Kennard, R. Lapowsky and M. Fagan re retailers omnibus motion.

<u>Date</u>	<u>Hours</u>	Name	Description
1/08/04	. 60	Richard S Berger	Telephone calls (3) to and from S. Michel re discovery issues in Retailers Omnibus Motion.
1/08/04	8.20	Damian D Capozzola	Review and analysis of DSD documents (8.0); analysis of Inviernos issues (.2).
1/08/04	.10	Sydne J Michel	Review memorandum from W. Disse re lender approval for settlement agreements.
1/08/04	1.00	Sydne J Michel	Review issues re protective order and confidential sales documents in retailers' omnibus motion.
1/08/04	.30	Sydne J Michel	Telephone conference with M. Benedict re document production issues in retailers omnibus motion.
1/08/04	. 50	Sydne J Michel	Draft and revise memorandum to M. Fagan re retailers' omnibus motion, discovery and hearing issues.
1/08/04	. 30	Sydne J Michel	Telephone conference with J. Kennard and R. Berger re discovery issues in retailers' omnibus motion.
1/08/04	1.30	Sydne J Michel	Plan and prepare for telephone conference re retailers' omnibus motion (.6); telephone conference with M. Benedict, R. Lapowsky, M. Fagan, R. Berger, J. Kennard re same (.7)
1/09/04	. 20	Melissa M Dulac	Revise stipulation to continue hearing date for WCM's motion for administrative claim.
1/09/04	3.50	Antoinette Huerta	Update correspondence, pleadings and case document files with electronically sent documents including all attachments for the main database and main files for period of 12/08 - 12/12/2003.
1/09/04	4.00	Mary C Warner	Document review re vendor supply

<u>Date</u>	Hours	Name	Description
			agreements and related litigation issues.
1/09/04	. 20	Richard S Berger	Communications with R. Wynne and C. Hernandez re PWC report.
1/09/04	1.10	Richard S Berger	Review and analysis of memorandum from R. Lapowsky re Retailers Omnibus Motion (.3) and preparation of detailed response to Lapowsky memorandum (.8).
1/09/04	.40	Richard S Berger	Review and revise S. Michel report on conference call and communications with S. Michel re same.
1/09/04	11.50	Damian D Capozzola	Review and analysis of DSD documents (8.0); communications with E. Liebeler re DSD strategy issues (.2); communications with D. Austin re
			Scozio's issues (.1); communications with R. Cobb I. Kharasch, and S. Cho re Inviernos issues (.3); review and
			analysis of absent class member discovery cases and draft motion to compel (2.5); analysis and management of calendar issues (.4).
1/09/04	1.00	Sydne J Michel	Draft and revise memorandum to M. Benedict, J. Kennard, M. Fagan, R.
			Lapowsky re discovery and hearing issues in retailers' motion (.6); respond to email from R. Wynne re same (.1); review memorandum from R. Lapowsky re same (.3).
1/09/04	.10	Sydne J Michel	Review and analyze upcoming events calendar.
1/09/04	.70	Sydne J Michel	Draft memorandum to M. Fagan re protective order.
1/10/04	1.10	Damian D Capozzola	Review and revise letter to H. Martyn and communications with E. Liebeler re same (.7); review and analysis of Fleming DSD documents (.4).
1/10/04	.40	Sydne J Michel	Review and analyze memorandum from R.

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			Berger re retailers' motion discovery and hearing issues (.2); respond to memorandum from M. Benedict re same (.2).
1/12/04	5.50	Antoinette Huerta	Update case files with recently received electronic files for various matters (including all attachments) (2.0); research and compile information for attorneys re Bain and DSD class plaintiffs (1.5); distribute opening re DSD appeal matter re class certification (1.0); update case files with electronically sent correspondence, pleadings and all attachments for 12/16 - 12/17/2003 (1.0).
1/12/04	.10	Shirley S Cho	Telephone conference with R. Nocek re motion to compel arbitration.
1/12/04	3.30	Kenneth Robling	Prepare for and participate in telephone conference call with R. Mullins re Clark matter (.5); revise motion re same (2.3); review documents re same (.3); prepare for and participate in telephone conference call with Clark counsel re same (.2).
1/12/04	.40	Richard S Berger	Conference with S. Michel re APA and related documents re Retailers Omnibus Motion.
1/12/04	. 40	Richard S Berger	Conference with S. Michel re terms of APA (re Retailers Omnibus Motion) and communications with S. Cho re same.
1/12/04	1.90	Damian D Capozzola	Communications with D. Bickford re potential suit (.1); communications with E. Liebeler and M. Scott re DSD case administration matters (.7); communications with R. Cobb and team attorneys re Inversiones Ramiro matters (.3); review and analysis of R. Archer memorandum re tracing issues and communications re same (.4); review and analysis of DSD documents (.4).

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
1/12/04	.50	Sydne J Michel	Draft memorandum to M. Fagan re in confidentiality order in retailers' motion.
1/12/04	.60	Sydne J Michel	Draft and respond to correspondence from J. Kennard re discovery issues in retailers' omnibus motion (.4); draft correspondence to S. McFarland and C. Lhulier re same (.2).
1/12/04	.30	Sydne J Michel	Office conference with R. Berger re issues in confidentiality order for retailers' motion.
1/13/04	7.00	Edgar I Yep	Search for documents requested by E. Liebeler re DSD hearing prep (1.0); search for documents requested by D. Capozzola re discovery propounded in Farris matter (1.0); prepare documents (label, scan and copy) for production in Duckett-Wilson matter (2.0); compile documents requested A. Paris re E-Z Mart for AlixPartners experts (3.0).
1/13/04	7.50	Allison Mayo Andrews	Analysis and process of incoming case documents (1.5); prepare reference binder re Duckett-Wilson for Damian Capozzola (2.7); review evidentiary documents; revise production log re same (3.3)
1/13/04	.50	Steven R Kotarba	Revise and finalize stipulations re briefing of PAQ appeal.
1/13/04	3.00	Antoinette Huerta	Research and compile docket and case information re DSD class plaintiffs matter
1/13/04	8.00	Damian D Capozzola	Communications re preference document review (.2); communications re Inversiones Ramiro witnesses and documents, and prepare documents for production (3.2); communications re DSD discovery and appellate issues (3.5); conference with M. Scott and J. Vaughn re deduction issues (.3);

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
	. •.		communications re Hawaiian software issues (.8).
1/13/04	.30	Sydne J Michel	Telephone conference with M. Fagan re discovery and protective order in retailers' omnibus motion (.2); voice mail message for R. Berger re same (.1).
1/13/04	.40	Sydne J Michel	Telephone conference with W. White re verification of discovery responses to retailers' omnibus motion (.2); revise verification re same (.2).
1/14/04	7.50	Allison Mayo Andrews	Review, process and collate evidentiary documents produced.
1/14/04	7.50	Antoinette Huerta	Research various requests for case and docket information for M. Dulac (1.0); update main files with electronically received correspondence pleadings, exhibits and transcripts for period between 12/17 - 12/20/2003 (6.5).
1/14/04	.40	Richard L Wynne	Telephone conference with M. Scott and E. Liebeler re DSD escrow and settlement ideas.
1/14/04	.10	Richard L Wynne	Telephone conference with D. Capozzola re Berry in Hawaii.
1/14/04	.30	Laura Thomas	Exchange emails with C. Kunz re possible agreement to arbitrate Price Chopper's matter.
1/14/04	5.90	Damian D Capozzola	Prepare for and participate by telephone in Inversiones Ramiro hearing (1.1); research re admissibility of SEC filings and e-mail to R. Cobb and S. McFarland re same (.5); analysis of DSD discovery issues and communications re same and preparations for January 22 hearing (.4); attention to and analysis re supplemental filing re financial information (.3); communications with E. Liebeler re case management issues (.3); analysis of Marigold situation

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			and communications re same (.7); communications and analysis re Hawaiian software issues (1.4); communications with B. Caraway and D. Alexander-Burklow re DSD vendors (.4);
			communications and analysis re discovery burden issues (.8).
1/14/04	. 50	Sydne J Michel	Telephone conference with M. Fagan re confidential documents and protective order issues in retailers' motion.
1/14/04	. 60	Sydne J Michel	Draft memorandum to R. Tilley re Kelley Foods' settlement agreement (.2); draft memorandum to R. Palacio re same (.2); draft letter agreement re hearing extension (.2).
1/15/04	4.50	Antoinette Huerta	Research case and docket information re Spencer, Newcastle, BHB, Memorial and Bryant and DSD class plaintiffs matter (1.5); update main files with electronically received correspondence
• .			and pleadings (including attachments) for period from 12/19 - 12/26/2003 (3.0).
1/15/04	1.80	Jared D Hager	Research case re business records option under Federal Civil Procedure Rule 33(d).
1/15/04	3.00	Christina M Moore	Research re duty of production and whether summaries of information are required under Federal Rules of Civil Procedure 33(d) (1.4); email correspondence with D. Capozzola re research (.3); telephone conference with D. Capozzola re analysis and other areas of research (.3).
1/15/04	2.90	Laura Thomas	Review Price Chopper documents to prepare for settlement call (.6); telephone conference with C. Kunz re possible settlement of arbitration motion (.3); draft and send out letter outlining possible settlement terms (1.7); telephone conference with B.

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<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			Folse re possible settlement (.3).
1/15/04	5.10	Damian D Capozzola	Communications re American Greetings settlement (.3); communications re Hawaiian software issues (1.8); communications and analysis re accounting research issues (.4); analysis of escrow and settlement amounts (.7); communications with M. Scott and E. Liebeler re escrow issues, and review and revise spreadsheets re same (1.5); communications re DSD discovery issues (.4).
1/15/04	.60	Sydne J Michel	Review correspondence and documents from R. Lapowsky re AWG/GLN discovery, hearing issues and AWG motion to compel (.3); draft memorandum to R. Lapowsky re same (.1); telephone conference with R. Berger re same (.2).
1/15/04	.50	Sydne J Michel	 Review and analyze AWG emergency motion for expedited telephonic hearing, shortened notice, and motion to compel documents.
1/15/04	.10	Sydne J Michel	Office conference with J. Ransom re retailers' motion discovery issues.
1/15/04	.40	Sydne J Michel	Office conference with R. Friedman re reply brief to creditors response to 9019 motion re Westchester and RLI settlements (.2); office conferences with S. Cho and E. Liebeler re same (.2).
1/16/04	6.50	Edgar I Yep	Search for and compile documents for E. Liebeler and D. Capozzola re DSD-Farris Matter (6.0); create searchable documents (.5).
1/16/04	.40	Melissa M Dulac	Review and analyze research conducted by C. Hoffman re discovery obligations.
1/16/04	.60	Richard L Wynne	Telephone conference with D. Capozzola re DSD escrow proposal (.1); telephone conference with D. Werb re DSD escrow

<u>Date</u>	Hours	Name	Description
			proposal (.3); telephone conference with T. Stenger, F. Huffard, K. Richesson, L. Jones and E. Liebeler re DSD settlement (.1); telephone conference with D. Carrigan re settlement meeting (.1).
1/16/04	3.50	Jared D Hager	Research, read and analyze cases re business records exception (2.4); read prior court documents re Fleming discovery dispute (1.1).
1/16/04	.90	Laura Thomas	Exchange emails with C. Kunz re possible agreement to arbitrate and dates related to objections (.2); email and telephone conference with S. Cho re adequate protection reserve and possible set off of any arbitration award (.3); type notes from telephone conference with S. Cho (.3) and call B. Folse with update (.1).
1/16/04	5.40	Damian D Capozzola	Analysis of and communications re Gorman settlement, and review and revise same (1.1); analysis and communications with E. Liebeler, J. Cotter, D. Alexander, and H. Martyn re DSD escrow and discovery issues (3.6); review Powerpoint presentation and communications with J. Cotter re January 22 hearing (.7).
1/17/04	4.10	Melissa M Dulac	Prepare factual and legal arguments in opposition to Farris plaintiffs' motion to be heard on 1/22.
1/17/04	2.00	Allison Mayo Andrews	Prepare evidentiary documents for production to Hartley Martyn of Martyn & Associates.
1/17/04		Jared D Hager	Conclude research and review of federal cases re business records option to respond to interrogatories under Fed. Rule Civ. P. 33(d)(1.8); read and analyze memoranda re same from C. Moore, S. Cordova and C. Hoffman (.6); present most useful and relevant case

<u>Date</u>	<u>Hours</u>	Name	Description
			summaries in three memoranda to D. Capozzola and M. Dulac (.8).
1/17/04	5.90	Damian D Capozzola	Communications with R. Tilley re Hawaiian software issues (.3); review Fleming documents and prepare for production, and communications with legal assistants re same (2.1); review and analysis of cases re F.R.C.P. 33(d) and communications re same (.8); review and analysis of Fleming's produced CDs and prepare direct examination outline for J. Cotter for January 22, 2004 hearing (2.7).
1/18/04	2.20	Edgar I Yep	Prepare documents for production to H. Martyn re Farris matter.
1/18/04	6.10	Melissa M Dulac	Research re obligations of party responding to document production (4.9); prepare legal and factual arguments in opposition to motion of Farris plaintiffs to be heard on 1/22 (1.2).
1/18/04	11.50	Damian D Capozzola	Draft examination outline for J. Cotter, create exhibits, and communications re same (9.6); analysis and communications with S. Cho and R. Tilley re Hawaiian software issues (.3); prepare Fleming DSD documents for production and communications re same (1.2); revise discovery to serve on DSD plaintiffs and communications re same (.4).
1/18/04	. 20	Sydne J Michel	Review and analyze GLN notice of filing amended exhibit $(.1)$; review exhibit $(.1)$.
1/18/04	.30	Sydne J Michel	Draft memorandum to S. Cho re AWG motion to compel documents from GLN (.2); leave voice mail messages for S. Cho re same (.1).
1/19/04	7.80	Melissa M Dulac	Prepare factual and legal arguments in opposition to motion to compel

<u>Date</u>	<u>Hours</u>	Name	Description
			discovery brought by Farris plaintiffs.
1/19/04	.40	Richard S Berger	Conference call re D&O issues (.3); and related telephone call from C. Hernandez (.1).
1/19/04	2.00	Damian D Capozzola	Communications with B. Caraway re document review issues re preferences and DSD issues (.4); review Fleming documents and prepare for production, and communications re same (.4); analysis of FRCP 33(d) issues, revise memorandum, and communications re same (1.2)
1/19/04	1.40	Geoffrey A Richards	Review and revise arbitration motions (1.1); telephone conferences with L. Price and J. Bocock re same (.3).
1/20/04	.60	Richard S Berger	Multiple communications to and from M. Fagan re scheduling depositions and briefs in Retailers' Omnibus Motion
1/20/04	9.50	Damian D Capozzola	Analyze J. Cotter CDs and prepare direct examination exhibits (4.4); analysis and communications re Inversiones Ramiro issues (.2); communications and analysis re 1/26 document review trip to Oklahoma City (.4); interviews with J. Cotter, D. Alexander, R. Rochford, and other Fleming employees, and prepare hearing outlines (3.5); analysis of and attention to document production issues to Farris plaintiffs (.7); analysis and communications re Hawaiian software issues (.3).
1/20/04	.70	Sydne J Michel	Review correspondence from J. Grey and R. Tilley re K3RD/5 Rivers settlement agreement (.3); review revised agreements (.4).
1/20/04	. 40	Sydne J Michel	Respond to correspondence from M. Fagan and R. Berger re discovery issues in retailers' motion to compel.

<u>Date</u>	<u>Hours</u>	Name	Description
1/20/04	.10	Sydne J Michel	Review correspondence from R. Berger re hearing and discovery schedule for retailers motion to compel.
1/20/04	.20	Sydne J Michel	Draft correspondence from R. Wynne re AWG telephonic hearing re motion to compel discovery issues (.1); leave voice mail message for R. Berger re same (.1).
1/21/04	1.20	Richard L Wynne	Telephone conference with D. Werb re settlement of DSD matters.
1/21/04	.30	Laura Thomas	Exchange voicemails with R. Ellis re Gaillard (.1); draft letter to Ellis re same (.2).
1/21/04	1.00	Laura Thomas	Review and analyze class action plaintiffs' response on appeal.
1/21/04	.30	Richard S Berger	Communications to and from M. Fagan re scheduling discovery in Retailers Omnibus Motion.
1/21/04	. 20	Richard S Berger	Telephone conference with M. Fagan re discovery issues in Retailers Omnibus Motion.
1/21/04	. 40	Richard S Berger	Review and edit J. Kennard draft of proposed order re production of documents.
1/21/04	7.10	Damian D Capozzola	Communications re 1/26 document review (.3); communications with Fleming personnel re examination outlines and document production issues (3.7); prepare for and participate in negotiations with D. Werb and H. Martyn (3.1).
1/21/04	.70	Eric C Liebeler	Meet with D. Werb, H. Martyn, D. Capozzola re DSD litigation.
1/21/04	.20	James B Ransom	Review and analyze correspondence re deposition scheduling and document production re Retailers Omnibus Motion.

Date	Hours	Name	Description
1/21/04	1.60	Sydne J Michel	Telephone conferences with W. White re discovery responses to retailers request for production of documents and interrogatories (.3); review pleadings and contract documents re same (1.3).
1/21/04	1.10	Sydne J Michel	Revise discovery for retailers' motion re integration issues (.5); review client documents re same (.5); office conference with J. Ransom and R. Berger re same (.1).
1/21/04	. 60	Sydne J Michel	Review draft protective order submitted by GLN counsel (.4); review proposed client revisions (.2).
1/21/04	.30	Sydne J Michel	Revise discovery responses to retailers omnibus motion to compel.
1/21/04	.80	Sydne J Michel	Respond to correspondence from R. Berger and M. Fagan re retailers' motion discovery issues (.5); office conference with R. Berger re same (.2); leave voice mail for W. White re same (.1).
1/22/04	3.50	Edgar I Yep	Prepare documents for document production re GLN, SomethingMore and Kimball.
1/22/04	4.50	Allison Mayo Andrews	Draft privilege log (1.1); revise same (.9); analysis and preparation of evidentiary documents for production (2.5).
1/22/04	6.50	Antoinette Huerta	Research and compile information at the request of R. Wynne re transcript information (3.0); prepare evidentiary documents re Kimball and GLN for production (3.5).
1/22/04	4.20	Laura Thomas	Review and analyze DSD answer brief and prepare outline for reply.
1/22/04	: 60	Richard S Berger	Conference S. Michel re trial strategy and re revisions to Fleming responses to Retailers' discovery.

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<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
1/22/04	.60	Richard S Berger	Conference S. Michel re responses to Retailers discovery requests and case status and strategy.
1/22/04	. 40	Richard S Berger	Revise deposition notices to GLN and Kimballs.
1/22/04	.70	Damian D Capozzola	Communications re Hawaiian software issues (.1); analysis of strategies re Farris Produce matter with E. Liebeler (.2); draft letter to H. Martyn (.4).
1/22/04	. 20	James B Ransom	Review and analyze draft protective order re Retailer's Omnibus Motion.
1/22/04	3.20	James B Ransom	Review documents to be produced to retailers re potential privilege.
1/22/04	.70	Sydne J Michel	Review correspondence from J. Kennard re draft protective order in retailers motion (.1); review proposed order (.3); review correspondence from M. Fagan and R. Berger re same (.3).
1/22/04	2.90	Sydne J Michel	Review and analyze client documents responsive to retailers discovery requests.
1/22/04	1.10	Sydne J Michel	Review and analyze memorandum from R. Salamy re client personnel involved in GLN transactions (.5); draft memorandum to W. White re same (.4); revise discovery responses re same (.2).
1/22/04	.10	Sydne J Michel	Review memorandum from C. Adkins re personnel involved in Kimballs Super Foods' transactions.
1/23/04	4.00	Edgar I Yep	Prepare documents for production to opposing counsel re GLN, Inc., Kimball and others.
1/23/04	6.50	Allison Mayo Andrews	Prepare evidentiary documents for production (2.7); assist attorney with preparation of discovery responses re same (2.3); prepare privilege log

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			(1.5).
1/23/04	11.00	Antoinette Huerta	Compile and assemble information and documents re DSD class certification appeal matter including opening and answering brief and all exhibits for attorney review for E. Liebeler, D. Capozzola, G. Shaw and L. Thomas (5.5);
			research, compile and assemble materials re Berry matter for D. Capozzola and G. Shaw for review (4.5); assist with preparing materials for upcoming document review the following week (1.0).
1/23/04	.20	Shirley S Cho	Email correspondence with W. Disse re settlement motions.
1/23/04	1.30	Richard L Wynne	Telephone conference with E. Liebeler re all DSD litigation issue and plan confirmation litigation.
1/23/04	.40	Denise Wymore	Review email from C. Birchette re outstanding litigation (.1); Email to C. Birchette re same (.1); conference with S. Cho re same (.2).
1/23/04	8.80	Laura Thomas	Revise outline re Debtors' reply to DSD's answering brief on appeal (3.6); draft re same (5.0); exchange emails and voicemails with D.Capozzola re draft reply (.2).
1/23/04	2.00	Laura Thomas	Telephone conferences with D. Loeb and C. Kunz re agreement to arbitrate Price Chopper's claims (.8); draft stipulation of agreement and circulate (1.2).
1/23/04	. 40	Richard S Berger	Further conferences with S. Michel re responses to Retailers' interrogatories.
1/23/04	.60	Richard S Berger	Conferences with S. Michel re finalization of Fleming responses to Retailers' interrogatories.

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
1/23/04	. 60	Richard S Berger	Review AWG responses to Retailers' discovery requests.
1/23/04	.30	Richard S Berger	Telephone call from J. Kennard re Fleming responses to Retailer interrogatories and e-mail to J. Kennard re same.
1/23/04	.30	Richard S Berger	Communications to and from W. Medford re status of securities class actions (.2), communications to and from C. Hernandez re same (.1).
1/23/04	2.00	Richard S Berger	Prepare for depositions of GLN and Kimballs in Retailers Omnibus Motion.
1/23/04	8.00	Greer N Shaw	Communicate with D. Capozzola regarding background of case and assignment concerning preparation of indemnity letter directed to former Fleming employees (.4); review and analyze Asset Purchase Agreement between C&S Acquisition LLC and Fleming Companies, Inc. (1.1); review and analyze "End User License Agreement" between W. Berry and Fleming Foods, Inc. (1.1); review and analyze opening and responsive briefs re appeal of the Bankruptcy Court's class certification decision (3.0); communicate with D. Capozzola re review of documents at the offices of Profit Recovery Group (2.4).
1/23/04	5.30	Damian D Capozzola	Communications re trip to Oklahoma City for document review (1.3); communications re American Greetings issues (.1); communications with G. Shaw, J. Baer, T. Hogan, and L. Hosoda re Hawaiian software issues (1.1); analysis re appeal brief (.1); analysis re preference issues and communications with G. Shaw re same (.9); communications with G. Shaw and L. Guerra re DSD issues (.7); draft letter to H. Martyn and communications with E. Liebeler and L. Thomas re same (.7); communications with E. Liebeler re case

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<u>Date</u>	<u>Hours</u>	Name	Description
			management and strategy issues (.4).
1/23/04	1.40	Eric & Liebeler	Review plaintiffs' opposition to class certification appeal.
1/23/04	3.50	James B Ransom	Review documents to be produced to Retailers re potential privilege.
1/23/04	2.60	Sydne J Michel	Revise discovery responses (1.8); telephone conference with W. White and D. Bickford's office re same (.5); review and analyze documents re same (.3).
1/23/04	.30	Sydne J Michel	Review and analyze correspondence re draft protective order in retailers' motion.
1/23/04	1.00	Sydne J Michel	Review and analyze correspondence from R. Lapowsky re discovery responses in retailers' motion to compel (.2); office conference with R. Berger and J. Ransom re same (.3); review discovery response (.5).
1/23/04	.50	Sydne J Michel	Legal research re scope of attorney client communications in production of documents responsive to retailers' motion to compel.
1/24/04	5.00	Antoinette Huerta	Compile and assemble case documents for attorney review re Fleming produced documents in preparation for upcoming document production of the following week 1/26/2004 (1.5); update main files with electronically received correspondence pleadings and case documents (including all exhibits and attachments) for period between 12/26/2003 - 01/01/2004 (3.5).
1/24/04	2.60	Craig C Hoffman	Research re constructive trusts and contracts.
1/24/04	7.80	Laura Thomas	Finish draft of reply brief for DSD (7.0); organize case law for E. Liebeler's review (.2); office

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			conference with A. Huerta re record for DSD brief (.6).
1/24/04	. 20	Damian D Capozzola	Analysis of scheduling and strategy issues, and communications with E. Liebeler re same.
1/25/04	2.00	Romana O Samad	Review DSD information for work in Oklahoma city.
1/25/04	3.00	Robert L Guerra	Perform legal research re whether the existence of a contract bars the remedy of a constructive trust.
1/25/04	.70	Greer N Shaw	Prepare for document review to be conducted at offices of Profit Recovery Group (.5); review and analyze documents pertinent to Drop Ship Delivery Program, including Fleming's Vendor Partner Manual (.2).
1/25/04	4.20	Damian D Capozzola	Review and analysis of Farris appellate opposition brief, review and revise Fleming reply and communications with E. Liebeler and L. Thomas re same (2.4); review and revise letter to H. Martyn, and communications with E. Liebeler re same (.5); review Fleming financial data and prepare for production (.7); review, analyze, and respond to e-mails re litigation strategies (.3); communications re Oklahoma City document review re Farris issues (.3).
1/25/04	2.70	Eric C Liebeler	Edit DSD appeal reply.
1/26/04	4.00	Edgar I Yep	Print documents and prepare for production to DSD-Farris, per D. Capozzola.
1/26/04	1.50	Allison Mayo Andrews	Prepare 11/25/03 DSD hearing transcript to transmit to Chris Lhulier for submission with reply brief (.5); review and revise privilege log (1.0)
1/26/04	7.50	Antoinette Huerta	Assist with preparing Fleming

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			evidentiary documents for production (3.5); research and compile case information re DSD class plaintiffs matter (2.0); distribute copies of recently filed response to fee opinion brief (.5); update transcript database and main files with 12/23/2003 hearing transcript (.5); research information re motion to consolidate, and DSD class plaintiffs and Farris matters (1.0).
1/26/04	.80	Suzy K Chang	Conference with M. Aguillon re preparation of filing Complaint (.5); conference with team members re division of work in conducting searches on state of incorporation and agent of process in revising Complaint List (.3).
1/26/04	11.80	Robert L Guerra	Review documents in Norman, Oklahoma, offices of PRG for issues including references and direct sales delivery.
1/26/04	11.80	Craig C Hoffman	Review and analyze documents.
1/26/04	. 60	Christina M Moore	Telephone conference with D. Capozzola re reclamation and consolidation of such claims; research re issue for motion to consolidate reclamation claims.
1/26/04	14.50	Laura Thomas	Research law for further cites for DSD reply brief (8.0); office conferences with E. Liebeler re brief (.5); revise and edit reply brief (6.0).
1/26/04	2.50	Richard S Berger	Research re Hague Convention service of process in United Kingdom.
1/26/04	.30	Richard S Berger	Preliminary review of retailers' discovery responses.
1/26/04	. 20	Richard S Berger	Communications to and from M. Fagan re Retailers' discovery responses and documents.
1/26/04	.10	Richard S Berger	Communication to M. Fagan re missing

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			discovery responses.
1/26/04	12.50	Damian D Capozzola	Review and revise draft appellate reply in Farris matter (6.2); communications with A. Paris, H. Rahjoo, and summer associates re reclamation adversary
	-		proceedings and related motions and research (1.4); review Fleming documents and prepare same for production to H. Martyn (1.5); review letter from H. Martyn and draft
			response (1.5); review and analysis of Berry objection and prepare response (1.7); communications with T. Hogan re Berry objection (.2).
1/26/04	9.00	Eric C Liebeler	Edit DSD reply appeal brief.
1/26/04	. 60	Sydne J Michel	Review and analyze correspondence re retailers' discovery responses (.3); review documents re same (.3).
1/26/04	.10	Sydne J Michel	Office conference with R. Berger re retailers' discovery responses.
1/27/04	.90	Melissa M Dulac	Communicate with H. Bordwin re WCM motion.
1/27/04	10.00	Antoinette Huerta	Assist with preparation of brief re reply to answering brief re DSD class
	,		plaintiffs appeal motion in the district court including cite checking, blue-booking and compiling of materials for filing (4.0); research and compile information re reclamation pleadings (1.0); update produced document and case documents files (2.5); update main files with electronically sent correspondence, pleadings and case documents for period between 12/27 -
1 107 10 1			12/31/2003 (2.5).
1/27/04	.30	Richard L Wynne	Analyze DSD dispute over terms of agreement
1/27/04/	.60	Richard L Wynne	Telephone conference with D. Capozzola re DSD appeal and settlement ideas

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
	•		(.2); revision of reply brief (.4).
1/27/04	9.00	Suzy K Chang	Obtain Registered Agent for Service of Process from individual states in revising Complaint List in preparation of Summons and Complaint (.6); revise and edit Complaint List (8.4).
1/27/04	.80	Laura Thomas	Receive notice of transmittal of record for appeal of November 25 order, review and forward to team with notes about briefing (.4); exchange emails with briefing team re scheduling and arguments (.4).
1/27/04	3:80	Laura Thomas	Revise, edit, cite check and proof reply brief on DSD (3.5); office conferences with E. Liebeler re same (.3).
1/27/04	.50	Laura Thomas	Exchange voicemails and emails with B. Folse and J. Bocock re Price Choppers' arbitration (.2); telephone conference with S. McFarland re same (.1); telephone conference with D. Loeb and C. Kunz re same (.2).
1/27/04	2.00	Greer N Shaw	Review and analyze various versions of Flemings' Vendor Partner Manual and other documents pertinent to Drop Ship Delivery Program and communicate with D. Capozzola re additional assignments, including potential action against retailer, with whom Fleming had an exclusive supply agreement, for breach of contract and fraud.
1/27/04	3.60	Damian D Capozzola	Review and revise DSD appellate brief (1.6); communications with R. Wynne and E. Liebeler re DSD discovery and strategy issues (.3); communications re Oklahoma City document review trip re preference and DSD documents (.5); communications and analysis re Target complaint (.3); communications and analysis re Hawaiian software issues (.4); communications with S. Cho re

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			Fleming litigation matters (.1); correspondence with Stroehmann's re class action issues (.3); analysis re Bain issues (.1).
1/27/04	3.40	Eric C Liebeler	Edit reply brief on DSD appeal.
1/27/04	.20	Sydne J Michel	Draft correspondence to W. White re retailer depositions.
1/27/04	1.10	Sydne J Michel	Telephone conference with M. Fagan re discovery issues in retailers' motion to compel (.5); review and analyze deposition notices and discovery responses re same (.6).
1/27/04	.40	Sydne J Michel	Draft memorandum to C. Brown re Munafo stipulation.
1/28/04	2.00	Edgar I Yep	Edit chart of parties to complaint (1.0); communicate and send electronically, chart of J. Rojas of Pachulski for further preparation of summonses and merge information to complaints (1.0).
1/28/04	7.00	Allison Mayo Andrews	Meeting with attorney re client document review in Oklahoma and review data received from client re analysis of vendor cancelations and paybacks re same.
1/28/04	10.00	Antoinette Huerta	Compile and assemble correspondence re Farris and Rule 8006 designations re Further Injunctive Relief per attorney request (6.0); research and compile information per attorney request E. Crowell (2.0); update main files with electronically sent correspondence, pleadings and case files for period between 12/31/2003 - 01//04/2004 (2.0).
1/28/04	1.50	Richard L Wynne	Telephone conference with S. Cho re document request compliance (.2); revision of adversary complaints form (.4); analyze data spreadsheet for adversaries (.6); telephone conference

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<u>Date</u>	<u>Hours</u>	Name	Description
			review notices of deposition.
1/28/04	5.30	Greer N Shaw	Review and analyze memorandum and draft complaint against retailer with whom Fleming had an exclusive supply agreement; draft letter to L. Hosoda concerning indemnity of former Fleming employees named as defendants in copyright infringement action brought by W. Berry.
1/28/04	1.10	Damian D Capozzola	Communications re Scozio's issues (.1); communications with M. Gage, J. Cotter, and D. Alexander re DSD discovery issues (.4); communications with E. Liebeler re DSD case management and strategy issues (.2); communications and analysis re Bain issues (.1); communications and analysis re preference documents (.3); communications with G. Shaw and D. Bickford re Target complaint.
1/28/04	3.30	Sydne J Michel	Review and analyze retailers' discovery responses/draft outline re same.
1/28/04	1.30	Sydne J Michel	Telephone conference with J. Kennard and R. Berger re discovery issues in retailers' motion (.3); review pleadings re same (.6); telephone conference with M. Fagan re same (.4).
1/28/04	.20	Sydne J Michel	Review and analyze order granting AWG motion to compel production of documents by GLN.
1/28/04	.50	Sydne J Michel	Office conference with R. Berger re deposition and hearing issues in retailers' motion to compel (.3); review correspondence from J. Kennard re same (.2).
1/29/04	9.00	Allison Mayo Andrews	Assist attorney with preparation for deposition in Oklahoma (3.0); analysis of data, prepare spread sheet re vendor calculations and paybacks (3.0); prepare evidentiary documents to

<u>Date</u>	<u>Hours</u>	Name	<u>Description</u>
			transmit to Hartley Martyn (2.0); review correspondence re demand letters (1.0)
1/29/04	4.50	Anto nette Huerta	Update and create new files for evidentiary documents, hearing transcripts and pleadings into main files.
1/29/04	.40	Shirley S Cho	Review reply re arbitration motion.
1/29/04	5.00	Nadia Janjua	Research Texas law for unfair business practice claim for plaintiffs similar to California Business & Professions code section 17200.
1/29/04	1.80	Laura Thomas	Office conference with A. Huerta re record on appeal for DSD injunction (.3); research standards for possible consolidation of DSD appeals (.8); review record documents (.7).
1/29/04	.40	Laura Thomas	Exchange emails with voicemails with E. Liebeler, S. Cho and J. Bocock re Price Chopper's hearing.
1/29/04	.80	Richard S Berger	Multiple extended conferences with S. Michel re Retailers Omnibus Motion and discovery issues re same.
1/29/04	.40	Richard S Berger	Communications to and from M. Fagan re discovery issues in Retailers Omnibus Motion.
1/29/04	.30	Richard S Berger	Conference S. Michel re Munafo arbitration and settlement.
1/29/04	7.00	Greer N Shaw	Communicate with client and D. Capozzola re strategy as to Fleming's claims against retailer with whom Fleming had an exclusive supply agreement (1.1); research re forum and venue selection (1.6); review and analyze pertinent federal statutes concerning jurisdiction over matters related to bankruptcy proceedings (5.3).
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<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
1/29/04	1.00	Damian D Capozzola	Prepare for and participate in telephone conference with G. Shaw, B. Folse, and D. Bickford re vendor issues (.7); communications re DSD settlement issues (.3).
1/29/04	5.60	Sydne J Michel	Prepare for GLN and Kimballs' depositions.
1/29/04	.30	Sydne J Michel	Review correspondence from M. Fagan and J. Kennard re discovery issues in retailers' motion.
1/30/04	10.50	Antoinette Huerta	Update case files with electronically sent correspondence, evidentiary documents, pleadings and additional research files into main database and main file for period between 1/04 - 1/15/2004 (6.0); research and compile case information re DSD class plaintiffs matter (1.0); assist with preparation of materials for R. Wynne re cash management and reconsideration motions and objections (2.0); update files re Price Chopper Foods (1.0); update case calendar (.5).
1/30/04	2.60	Richard L Wynne	Revision of Kotarba affidavit re Canadian business sale (.2); revision of consolidation motion (.4); telephone conference with D. Capozzola re consolidation motion (.3); revision of general statement for main case (.4); telephone conference with J. Sprayregen re general statement (.3); telephone conference with D. Capozzola and A. Paris re issues on 575 complaints (.6); analyze S. Cho team e-mails re urgent sale issues and replies (.4).
1/30/04	1.80	Laura Thomas	Receive, review and analyze changes to proposed stipulation with Price Choppers (.8); exchange emails with client and S. Cho, S. Kotarba and McAfee re proposed changes (.3); make changes to stipulation and return to

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
			Price Choppers' counsel (.7).
1/30/04	. 40	Richard S Berger	Telephone calls to and from M. Fagan re Retailers Omnibus Motion.
1/30/04	3.00	Richard S Berger	Prepare for depositions of GLN and Kimballs in Retailers Omnibus Motion.
1/30/04	. 50	Richard S Berger	Telephone calls to and from J. Lukens re Issues in Retailers Omnibus Motion.
1/30/04	.30	Richard S Berger	Conference with S. Michel re Retailers Omnibus motion damage calculations
1/30/04	. 50	Richard S Berger	Telephone conference with S. Michel and W. White re Retailers Omnibus Motion and evidence to be used.
1/30/04	.50	Richard S Berger	Conference with S. Michel re strategy on depositions of GLN and Kimballs and re other discovery issues in Retailers omnibus motion.
1/30/04	. 40	Richard S Berger	Telephone calls to and from J. Hermes re D&O issues and re declaratory relief action and case strategy.
1/30/04	.40	Richard S Berger	Telephone call from J. Kennard re settlement of Retailers Omnibus Motion and related communications to S. Michel, R. Wynne, and S. Cho.
1/30/04	4.30	Greer N Shaw	Research re applicable jurisdiction, venue and local rules for potential breach of contract and fraud action against party with whom Fleming had an exclusive supply agreement.
1/30/04	1.20	Damian D Capozzola	Review DSD materials and prepare for production to H. Martyn, and correspondence re same (1.1); communications re Hawaiian software issues (.1).
1/30/04	.50	James B Ransom	Review and analyze January 21, 2004 hearing transcript.

<u>Date</u>	<u>Hours</u>	<u>Name</u>	Description
1/30/04	.10	Sydne J Michel	Review issues re team work scores.
1/30/04	.20	Sydne J Michel	Review and analyze correspondence from R. Berger and M. Fagan re client's discovery responses.
1/30/04	. 20	Sydne J Michel	Office conference with S. Bledsoe re service level issues in Albertsons and retailers' motion.
1/30/04	8.10	Sydne J Michel	Prepare for GLN and Kimballs deposition in retailers' motion to compel.
1/30/04	1.00	Sydne J Michel	Telephone conference with W. White re integration issues and document storage issues (.5); office conference with R. Berger re same (.5).
1/30/04	1.00	Sydne J Michel	Telephone conferences with J. Lukens re cover and service level issues in GLN transaction.
1/31/04	8.00	Antoinette Huerta	Draft correspondence and prepare deposition transcripts to be shipped to deponents re P. Huffard, E. Stenger and M. Scott (2.0); coordinate and set up local vendors to assist in serving of evidentiary document to H. Martyn (3.0); update case files with electronically sent correspondence, pleadings and evidentiary documents for main files for period between 1/15 - 01/23/2004 (3.0).
1/31/04	. 20	Richard L Wynne	Telephone conference with J. Sprayregen re movant chart and witness preparation.
1/31/04	1.40	Richard L Wynne	Telephone conference with K. Ellis re witnesses and reply (.1); revision of general statement (.2); telephone conference with A. Hijjawi and A. Paris (two calls) re settlement issues (.8); telephone conference with D. Capozzola re DSD, etc. (.3).
1/31/04	. 20	Damian D Capozzola	Communications re DSD discovery issues.

<u>Date</u>	<u>Hours</u>	<u>Name</u>	<u>Description</u>
1/31/04	.70	Sydne J Michel	Review and analyze correspondence from M. Fagan re retailers' settlement and confidentiality order issues (.2); review and analyze confidentiality order re same (.5).
	712.50		TOTAL HOURS

Description of Expenses

<u>Date</u>	Description	Amount
10/08/03	Telephone call to: DALLAS NE,TX 972-419-1283	1.99
10/08/03	PACER SERVICE CENTER - Computer Database Research, PACER usage for the period from 7/01/03 to 9/30/03	2.73
10/29/03	Richard Wynne, Telephone While Traveling, 10/29/03, (Client Meeting)	17.29
10/29/03	Richard Wynne, Internet Access, 10/29/03, (Client Meeting)	14.95
10/30/03	SNELLINGS, BREARD, SARTOR, INABNETT & - Information Broker Doc/Svcs - Service rendered in retrieving, copying and transmitting files	85.00
11/17/03	Telephone call to: STATE OF,DE 302-778-6412	.50
11/26/03	Telephone call to: TREMONTON,UT 801-257-1840	4.98
11/26/03	Telephone call to: BRATTLEBO,VT 802-251-7042	3.44
11/26/03	Telephone call to: SALT LAKE,UT 801-257-1840	1.25
11/26/03	Telephone call to: SALT LAKE,UT 801-257-1840	1.25
11/26/03	Telephone call to: SALT LAKE,UT 801-257-1800	1.26
11/26/03	Telephone call to: SALT LAKE,UT 801-257-1900	1.27
11/30/03	Telephone call to: CHICAGO,IL 312-861-2162	5.88
11/30/03	Computer Database Research, Dun & Bradstreet, 11/03	133.50
12/01/03 12/01/03 12/01/03	Binding Tabs/Indexes/Dividers Tabs/Indexes/Dividers	7.00 1.40 .20
12/01/03	West Publishing TP Database Usage 12.03	.56
12/01/03 12/02/03	West Publishing-TP,Database Usage 12.03 Telephone call to: NORTHEAST,PA 570-344-1266	31.66
12/02/03	Telephone call to: DALLAS NE,TX 972-906-1120	1.74
12/02/03	Telephone call to: LEWISVILLE,TX 972-906-1120	.76
12/02/03	Telephone call to: WILMINGTON, DE	.80

<u>Date</u>	Description	Amount
12/02/03	302-778-6406 Telephone call to: WILMINGTON, DE	.92
10/00/00	302-575-7284 Tabs/Indexes/Dividers	2 00
12/02/03 12/02/03	West Publishing-TP, Database Usage 12.03	2.00 .56
12/02/03	West Publishing-TP, Database Usage 12.03	33.73
12/03/03	Telephone call to: WILMINGTON, DE 302-778-6406	1.24
12/03/03	Telephone call to: HONOLULU,HI	1.42
10/00/00	808-524-3700	ـ ـــــــــــــــــــــــــــــــــــ
12/03/03	West Publishing-TP, Database Usage 12.03	.56
12/03/03	West Publishing-TP, Database Usage 12.03	29.79
12/03/03 12/04/03	West Publishing-TP, Database Usage 12.03 Telephone call to: TREMONTON, UT	112.83 6.98
12/04/03	801-257-1840	0.90
12/04/03	Tabs/Indexes/Dividers	.70
12/04/03	West Publishing-TP, Database Usage 12.03	.56
12/04/03	West Publishing-TP, Database Usage 12.03	28.55
12/04/03	West Publishing-TP, Database Usage 12.03	23.02
12/04/03	West Publishing-TP, Database Usage 12.03	62.87
12/05/03	West Publishing-TP, Database Usage 12.03	.56
12/06/03	Telephone call to: GRANDPRARI,TX	.89
12,00,00	214-704-9254	. 00
12/06/03	Telephone call to: HONOLULU,HI	. 87
10/07/00	808-524-3700	10 14
12/07/03	GENESYS CONFERENCING, INC Telephone - 11/17/03 Conference call	12.14
12/08/03	West Publishing-TP, Database Usage 12.03	7.33
12/08/03	West Publishing-TP, Database Usage 12.03	85.97
12/08/03	West Publishing-TP, Database Usage 12.03	68.66
12/09/03	West Publishing-TP, Database Usage 12.03	1.02
12/09/03	West Publishing-TP, Database Usage 12.03	56.79
12/09/03	West Publishing-TP, Database Usage 12.03	81.20
12/10/03	Telephone call to: HONOLULU, HI	1.17
22, 20, 00,	808-524-3700	1.1.
12/10/03	Telephone call to: HONOLULU,HI 808-539-8700	1.19
12/10/03	West Publishing-TP, Database Usage 12.03	6.32
12/10/03	West Publishing-TP, Database Usage 12.03	11.17
12/10/03	West Publishing-TP, Database Usage 12.03	25.70
12/10/03	West Publishing-TP, Database Usage 12.03	58.08
12/11/03	Telephone call to: PHILADELPH,PA 215-563-9811	.50
12/11/03	Tabs/Indexes/Dividers	2.00
12/11/03	West Publishing-TP, Database Usage 12.03	15.36
12/11/03	West Publishing-TP, Database Usage 12.03	25.42

<u>Date</u>	Description		Amount
12/11/03 12/12/03	West Publishing-TP,Da Telephone call to: W		71.46 .50
12/12/03	302-888-6800 Telephone call to: T 801-257-1840	REMONTON, UT	.75
12/12/03		REMONTON, UT	. 50
12/12/03		/ILMINGTON,DE	.50
12/12/03		RD PR,TX	1.25
12/12/03		TATE OF DE	.50
12/12/03	Telephone call to: T 801-257-1840	REMONTON, UT	7.47
12/12/03	Telephone call to: G 214-704-9254	RD PR.TX	1.00
, 12/12/03	Telephone call to: B 803-259-2759	SARNWELL.SC	.75
12/12/03 12/12/03 12/12/03 12/14/03	West Publishing-TP,Da West Publishing-TP,Da West Publishing-TP,Da GENESYS CONFERENCING,	tabase Usage 12.03 tabase Usage 12.03 INC Telephone -	29.18 20.40 42.99 24.55
12/14/03	12/01/03 Conference c GENESYS CONFERENCING, 12/01/03 Conference c	INC Telephone -	15.49
12/14/03	GENESYS CONFERENCING, 12/03/03 Conference c	INC Telephone -	16.66
12/14/03 12/15/03	West Publishing-TP,Da Telephone call to: P 215-563-9811	tabase Usage 12.03	59.45 .50
12/15/03	Telephone call to: T 801-257-1840	REMONTON, UT	1.99
12/15/03		RITTON,OK	1.99
12/15/03		REMONTON, UT	1.74
12/15/03		HILADELPH, PA	.50
12/15/03		OLUMBIA,SC	4.98
12/15/03		REMONTON, UT	.50
12/16/03 12/16/03 12/16/03	Tabs/Indexes/Dividers Tabs/Indexes/Dividers West Publishing-TP,Da		.60 2.70 75.97

<u>Date</u>	Description		Amount
12/16/03 12/16/03 12/17/03	West Publishing-TP,Database West Publishing-TP,Database Telephone call to: PHILA,F 215-563-9811	e Usage 12.03	46.04 12.09 .82
12/17/03	Telephone call to: PHILA,F 215-563-9811	PA	2.08
12/17/03 12/17/03 12/17/03 12/17/03 12/17/03 12/18/03	West Publishing-TP, Database Telephone call to: WILMING	e Usage 12.03 e Usage 12.03 e Usage 12.03 e Usage 12.03	51.35 31.80 58.52 62.87 223.87 1.35
12/18/03	302-467-4430 Telephone call to: WILMING 302-467-4430	STON, DE	1.07
12/18/03	Telephone call to: STATE C 302-778-6412)F,DE	.50
12/18/03 12/18/03 12/18/03 12/18/03 12/18/03	Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers		3.90 2.80 1.50 5.70 2.50
12/18/03 12/19/03	West Publishing-TP, Database Telephone call to: GRANDPR 214-289-3866		2.55 2.05
12/19/03	Telephone call to: GRANDPR 214-289-3866	RARI, TX	.81
12/19/03 12/19/03 12/19/03 12/19/03 12/19/03 12/20/03 12/20/03 12/22/03	Binding Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers West Publishing-TP,Database West Publishing-TP,Database Telephone call to: OAHU,HI 808-923-7311	Usage 12.03	3.50 9.00 1.40 1.60 2.40 300.23 18.32 2.99
12/22/03 12/22/03	Tabs/Indexes/Dividers DDS DOCUMENT DUPLICATION SE Outside Copy/Binding Servic litigation copies		3.00 1,135.06
12/22/03 12/23/03 12/23/03 12/23/03 12/23/03 12/27/03	West Publishing-TP, Database Tabs/Indexes/Dividers Tabs/Indexes/Dividers Tabs/Indexes/Dividers West Publishing-TP, Database Telephone call to: LOSANGE	e Usage 12.03	17.41 5.00 10.80 15.00 13.04 8.39

<u>Date</u>	Description	Amount
10.407.400	213-680-8488	0.00
12/27/03	Telephone call to: PITTSBURGH,PA 412-667-7905	8.02
12/27/03	Telephone call to: PITTSBURGH,PA 412-667-7905	5.64
12/27/03 12/29/03	West Publishing TP Database Usage 12.03	68.09 33.47
12/30/03	West Publishing-TP, Database Usage 12.03 Telephone call to: NY CITY, NY 917-952-1053	1.49
12/30/03	Tabs/Indexes/Dividers	5.00
12/30/03 12/30/03	Tabs/Indexes/Dividers Tabs/Indexes/Dividers	3.00 6.60
12/30/03	Tabs/Indexes/Dividers	12.10
12/30/03	Tabs/Indexes/Dividers	10.00
12/30/03	Scanned Images	1.05
12/30/03	Scanned Images	.45
12/30/03	Scanned Images	.30
12/30/03	Scanned Images	4.80
12/30/03 12/30/03	Scanned Images	1.65
12/30/03	West Publishing-TP, Database Usage 12.03 West Publishing-TP, Database Usage 12.03	4.05 5.49
12/30/03	West Publishing-TP, Database Usage 12.03	145.25
12/30/03	West Publishing-TP, Database Usage 12.03	98.06
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	5.25
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	9.15
12/31/03	Scanned Images	7.50 13.50
12/31/03 12/31/03	Scanned Images Scanned Images	15.00
12/31/03	Scanned Images Scanned Images	14.55
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	14.70
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	9.00
12/31/03	Scanned Images	10.50
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	15.00
12/31/03	Scanned Images	15.00
12/31/03 12/31/03	Scanned Images Scanned Images	15.00 2.10
12/31/03	Scanned Images Scanned Images	7.50
12/31/03	Scanned Images	1.20
12/31/03	LEXISNEXIS - Computer Database Research	128.59

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	- LexisNexis Database Usage for December. 2003	
12/31/03 1/01/04	West Publishing-TP, Database Usage 12.03 AT&T TELECONFERENCE SERVICES - Telephone, Teleconference chgs., D. Capozzola, 12/03	3.41 102.19
1/02/04	Telephone call to: E CENTRAL,FL 561-866-6654	3.24
1/02/04	Telephone call to: DALLAS,TX 214-673-2465	1.74
1/02/04	Telephone call to: E CENTRAL,FL 561-866-6654	1.99
1/02/04 1/02/04 1/02/04 1/02/04 1/02/04 1/02/04 1/02/04 1/03/04 1/03/04 1/04/04 1/04/04 1/04/04	Standard Copies Scanned Images Fed Exp West Publishing-TP,Database Usage 1.04 Standard Copies	3.60 3.60 1.00 2.80 .20 .60 237.00 .60 37.82 36.76 1.70 .50 14.80 1.80 3.70
1/04/04 1/05/04	West Publishing-TP,Database Usage 1.04 Telephone call to: KANSASCITY,MO 816-520-7833	16.89 1.00
1/05/04 1/05/04 1/05/04 1/05/04	Telephone call to: 856-857-4010 Telephone call to: 337-289-9230 Telephone call to: 337-289-6555 Telephone call to: BRITTON,OK 405-841-8057	.50 1.74 .50 .50
1/05/04	Telephone call to: MINEAPOLIS,MN 612-865-5841	1.74
1/05/04	Telephone call to: STATE OF, AZ 520-975-6622	1.25
1/05/04	Telephone call to: BRITTON,OK 405-842-6633	. 50
1/05/04	Telephone call to: DALLAS NE,TX 972-906-8114	5.98
1/05/04	Telephone call to: WILMINGTON, DE 302-656-8162	.50
1/05/04	Telephone call to: 856-857-4010	7.97

<u>Date</u>	Description	Amount
1/05/04	Telephone call to: OKLA CITY,OK 405-552-2253	1.49
1/05/04	Standard Copies	10.10
1/05/04	Standard Copies	95.30
1/05/04	Standard Copies	164.70
1/05/04 1/05/04	Standard Copies	.20 .10
1/05/04	Standard Copies Standard Copies	2.40
1/05/04	Standard Copies	9.90
1/05/04	Standard Copies	3.00
1/05/04	Standard Copies	3.10
1/05/04	Standard Copies	17.00
1/05/04	Standard Copies	4.10
1/05/04	Standard Copies	22.10 14.70
1/05/04 1/05/04	Standard Copies Standard Copies	23.60
1/05/04	Scanned Images	2.25
1/05/04	Scanned Images	.30
1/05/04	Fed Exp	56.85
1/05/04	West Publishing-TP,Database Usage 1.04	163.06
1/05/04	Crown Coach - Overtime Transportation,	56.40
1.06.104	James M Celeski	Ε0
1/06/04	Telephone call to: NEWYORKCTY,NY 212-530-5411	.50
1/06/04	Telephone call to: NEWYORKCTY,NY 212-530-5411	.50
1/06/04	Telephone call to: STATE OF,DE 302-778-6406	.75
1/06/04	Telephone call to: STATE OF,DE 302-778-6406	.50
1/06/04	Telephone call to: WILMINGTON,DE	.50
1/06/04	302-656-8162 Standard Copies	2.40
1/06/04 1/06/04	Standard Copies Standard Copies	2.40 17.30
1/06/04	Standard Copies	.30
1/06/04	Standard Copies	.10
1/06/04	Standard Copies	2.70
1/06/04	Standard Copies	. 90
1/06/04	Standard Copies	31.10
1/06/04	Tabs/Indexes/Dividers	6.40
1/06/04	Scanned Images	.60
1/06/04	Scanned Images	.30
1/06/04 1/06/04	Scanned Images	.60 10.14
1/06/04	Fed Exp West Publishing-TP,Database Usage 1.04	10.14
1/06/04	West Publishing-TP, Database Usage 1.04	30.83

1/07/04	<u>Date</u>	Description		<u>Amount</u>
1/07/04 Telephone call to: BRITTON,OK .50 405-841-8214 1/07/04 GENESYS CONFERENCING, INC Telephone - .5.84 Conference call 12/08/2003 1/07/04 GENESYS CONFERENCING, INC Telephone - .163.38 Conference call 12/17/2003 1/07/04 Telephone call to: OKLA CITY,OK .75 405-239-5411 .00 302-656-8162 .00	1/07/04	Telephone call to:	CHICAGO, IL	.50
1/07/04 GENESYS CONFERENCING, INC Telephone - 5.84 Conference call 12/08/2003 1/07/04 GENESYS CONFERENCING, INC Telephone - 163.38 Conference call 12/17/2003 1/07/04 Telephone call to: OKLA CITY, OK 405-239-5411 1/07/04 Telephone call to: WILMINGTON, DE 1.00 302-656-8162 1/07/04 Telephone call to: STATE OF, DE .75 302-778-6406 1/07/04 Telephone call to: STATE OF, DE .75 302-778-6406 1/07/04 Telephone call to: WILMINGTON, DE 1.99 302-656-8162 1/07/04 Telephone call to: OKLA CITY, OK 3.49 405-239-6692 1/07/04 Telephone call to: OKLA CITY, OK 3.49 405-239-6692 1/07/04 Standard Copies .40 1/07/04 Standard Copies .40 1/07/04 Standard Copies .31 1/07/04 Standard Copies .30 1/07/04 1/	1/07/04	312-543-5435		50
Conference call 12/08/2003	1707704	405-841-8214		.00
1/07/04 GENESYS CONFERENCING, INC Telephone - Conference call 12/17/2003 1/07/04 Telephone call to: OKLA CITY,OK	1/07/04			5.84
Telephone call to: OKLA CITY, OK	1/07/04	GENESYS CONFERENCIN	G, INC Telephone -	163.38
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Telephone call to: WILMINGTON,DE 302-656-8162 1/07/04 Telephone call to: STATE OF,DE 302-778-6406 1/07/04 Telephone call to: WILMINGTON,DE 1.99 302-656-8162 1/07/04 Telephone call to: OKLA CITY,OK 405-239-6692 1/07/04 GENESYS CONFERENCING, INC Telephone - 16.67 12/19/03 Conference call 1/07/04 Standard Copies 40	1/07/04	Telephone call to:	WILMINGTON, DE	1.00
Telephone call to: STATE OF.DE 302-778-6406 302-778-6406 1.99 302-656-8162 302-656-8162 1.077/04 Telephone call to: OKLA CITY,OK 3.49 405-239-6692 1.077/04 GENESYS CONFERENCING, INC Telephone - 16.67 1.2/19/03 Conference call 1.077/04 Standard Copies .40 1.077/04 Standard Copies .3.10 1.077/04 Standard Copies .20 1.077/04 Standard Copies .20 1.077/04 Standard Copies .20 1.077/04 Standard Copies .3.10 1.077/04 Standard Copies .40 1.077/04 Standard Copies .40 1.077/04 Standard Copies .70 1.077/04 Standard Copies .70 1.077/04 Scanned Images .15 .10	1/07/04	Telephone call to:	WILMINGTON, DE	2.49
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1/07/04 Scanned Images .45 1/07/04 Maria Yapan, Parking, Chicago, IL, 01/07/04, (Overtime Transportation) 10.00 1/08/04 Telephone call to: KANSAS CTY,MO 816-983-8168 2.49 1/08/04 Telephone call to: KANSASCITY,MO 816-283-4677 .75 1/08/04 Telephone call to: KANSAS CTY,MO 816-983-8168 3.49 1/08/04 Telephone call to: KANSAS CTY,KS 913-288-1458 5.23 1/08/04 Telephone call to: WILMINGTON,DE 302-656-8162 .75				
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01/07/04, (Overtime Transportation) 1/08/04 Telephone call to: KANSAS CTY,MO 2.49 816-983-8168 1/08/04 Telephone call to: KANSASCITY,MO .75 816-283-4677 1/08/04 Telephone call to: KANSAS CTY,MO 3.49 816-983-8168 1/08/04 Telephone call to: KANSAS CTY,KS 5.23 913-288-1458 1/08/04 Telephone call to: WILMINGTON,DE .75 302-656-8162			- Chinana II	
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816-983-8168 1/08/04 Telephone call to: KANSASCITY,MO .75 816-283-4677 1/08/04 Telephone call to: KANSAS CTY,MO .3.49 816-983-8168 1/08/04 Telephone call to: KANSAS CTY,KS .913-288-1458 1/08/04 Telephone call to: WILMINGTON,DE .75 302-656-8162	1 /00 /04			0.40
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1/08/04 Telephone call to: KANSAS CTY,MO 816-983-8168 3.49 1/08/04 Telephone call to: KANSAS CTY,KS 913-288-1458 5.23 1/08/04 Telephone call to: WILMINGTON,DE 302-656-8162 .75	1/08/04		KANSASCITY,MO	.75
1/08/04 Telephone call to: KANSAS CTY,KS 913-288-1458 1/08/04 Telephone call to: WILMINGTON,DE .75 302-656-8162	1/08/04	Telephone call to:	KANSAS CTY, MO	3.49
1/08/04 Telephone call to: WILMINGTON, DE .75 302-656-8162 .75	1/08/04	Telephone call to:	KANSAS CTY,KS	5.23
	1/08/04	Telephone call to:	WILMINGTON, DE	.75
	1/08/04		DALLAS NE,TX	4.48

<u>Date</u>	Description	<u>Amount</u>
		•
1/08/04	972-906-8662 Telephone call to: OKLA CITY,OK 405-942-1100	.50
1/08/04	Fax page charge to 904-296-4566	.75
1/08/04	Fax page charge to 216-861-4703	.75
1/08/04	Fax page charge to 216-861-4703	.75
1/08/04 1/08/04	Standard Copies Standard Copies	1.00 1.10
1/08/04	West Publishing-TP, Database Usage 1.04	22.11
1/09/04	Damian Capozzola, Internet Access, OKLAHOMA CITY, OK, 01/09/04, (Document	40.00
	Production)	
1/09/04	Damian Capozzola, Internet Access, OKLAHOMA CITY, OK, 01/09/04, (Document	20.00
	Production)	
1/09/04	Damian Capozzola, Internet Access, OKLAHOMA CITY, OK, 01/09/04, (Document	10.00
1/09/04	Production) Telephone call to: LITTLEROCK,AR	3.74
1703704	501-688-8800	3.74
1/09/04	Telephone call to: S SAN,CA 650-589-9445	1.61
1/09/04	Telephone call to: LITTLEROCK,AR 501-688-8800	2.24
1/09/04	Telephone call to: DETROIT,MI 313-393-7331	.50
1/09/04	Telephone call to: DALLAS,TX 214-559-2100	4.98
1/09/04	Fax page charge to 412-667-6050	.75
1/09/04	Standard Copies	5.40
1/09/04	Standard Copies	.70
1/09/04	Standard Copies	.30
1/09/04	Standard Copies	1.20
1/09/04 1/09/04	Standard Copies	.80
1/09/04	Standard Copies Standard Copies	.40 12.00
1/09/04	Standard Copies	.30
1/09/04	Standard Copies	249.90
1/09/04	Standard Copies	28.00
1/09/04	Scanned Images	1.05
1/09/04	Scanned Images	30
1/09/04	Scanned Images	.30
1/09/04	Scanned Images	.30
1/09/04	Scanned Images	.30
1/09/04	MATRIX LEGAL, LLC Outside Paralegal Assistance San Diego, Neal w/e 01/04/04	1,217.66

<u>Date</u>	Description	<u>Amount</u>
1/10/04	Standard Copies	.30
1/10/04	Standard Copies	.70
1/10/04	Standard Copies	
1/10/04		.10
1/10/04	Standard Copies	29.10 20.40
1/10/04	Standard Copies	
	Standard Copies	10.10
1/10/04	Standard Copies	8.00
1/10/04	Standard Copies	.40
1/10/04	Standard Copies	.10
1/10/04	Fed Exp	24.07
1/10/04	West Publishing-TP, Database Usage 1.04	12.02
1/11/04	Scanned Images	6.60
1/11/04	Scanned Images	6.60
1/11/04	MATRIX LEGAL, LLC Outside Paralegal	1,678.50
1/11/04	Assistance San Diego, Neal w/e 01/16/04	44 50
1/11/04	VIRTUALDOCKET.COM - Computer database	44.52
1/10/04	research, fee for download of documents	1 05
1/12/04	Telephone call to: STATE OF, DE	1.25
1/10/04	302-778-6406	1 40
1/12/04	Telephone call to: OK CITY,OK	1.49
1/12/04	405-203-2463	ΓΛ.
1/12/04	Telephone call to: WILMINGTON, DE	. 50
1/12/04	302-656-8162	1 00
1/12/04	Telephone call to: STATE OF,DE 302-778-6406	1.00
1/12/04		2.74
1/12/04	Telephone call to: DALLAS NE,TX 972-906-1120	3.74
1/12/04	Telephone call to: OKLA CITY,OK	EO.
1/12/04	405-680-9999	.50
1/12/04	Telephone call to: DALLAS NE,TX	.50
1/12/04	972-868-7878	. 50
1/12/04	Standard Copies	72.40
1/12/04	Standard Copies	5.20
1/12/04	Scanned Images	1.50
1/12/04	Scanned Images Scanned Images	
1/12/04	PACER SERVICE CENTER - Computer Database	1.50
1/12/04	Research, PACER services for the period	16.10
	from 10/01/03 to 12/31/03	
1/12/04	PACER SERVICE CENTER - Computer Database	2,607,21
1/12/04		2,697.31
	Research, PACER usage for the period from 10/01/03 to 12/31/03	
1/12/04		07
1/12/04	PACER SERVICE CENTER - Computer Database	. 07
	Research, PACER usage for the period from 10/01/03 to 12/31/03	
1/12/04	PACER SERVICE CENTER - Computer Database	110 40
1/ 12/ 04	Research, PACER usage for the period	119.42
	nescurent, i noch usage for the period	

<u>Date</u>	<u>Description</u>			<u>Amount</u>
	from 10/01/03 to 12/	/31/03		
1/12/04	West Publishing-TP,[1.04	8.25
1/12/04	West Publishing-TP,		1.04	24.83
1/13/04	Telephone call to: 302-778-6405	STATE OF, DE		. 50
1/13/04	Telephone call to: 405-841-8214	BRITTON, OK		1.00
1/13/04	Telephone call to:	856-857-401	0	2.49
1/13/04	Telephone call to: 302-984-6000	WILMINGTON, DE		.75
1/13/04	Telephone call to: 808-528-9721	OAHU,HI		1.49
1/13/04	Telephone call to: 808-535-5711	STATE OF, HI		1.74
1/13/04	Telephone call to: 808-535-5711	STATE OF,HI		.50
1/13/04	Telephone call to: 302-778-6405	STATE OF, DE		.50
1/13/04	Telephone call to: 312-593-0643	CHICAGO, IL		. 50
1/13/04	Telephone call to:	OAHU,HI		. 50
1/13/04	808-539-8700 <u>Telephone call</u> to:	WILMINGTON, DE		1.99
3/12/04	302-656-8162	CTATE OF U		0.71
1/13/04	Telephone call to: 808-535-5711	STATE OF,HI		3.74
1/13/04	Standard Copies			. 90
1/13/04	Standard Copies	•		7.30
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1/13/04	Standard Copies			.10
1/13/04	Standard Copies			1.20
1/13/04	Standard Copies			5.40
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1/13/04	Standard Copies			5.60
1/13/04	Standard Copies			3.20
1/13/04	Standard Copies			6.20
1/13/04	Standard Copies			26.00
1/13/04	Standard Copies			2.20
1/13/04	Standard Copies			5.70
1/13/04	Scanned Images			.30
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1/13/04	Scanned Images			1.80
1/13/04	Scanned Images			. 45 5.55
1/13/04 1/13/04	Scanned Images Scanned Images			5.25
1/13/04	Scanned Images			9.30

<u>Date</u>	Description	Amount
1/13/04	Scanned Images	9.30
1/13/04	Scanned Images	5.55
1/13/04	Scanned Images	5.25
1/13/04	Melissa Dulac, Working Group Meal/K&E	15.44
	Only, Los Angeles, CA, 01/13/04,	
	(Document Production)	
1/13/04	Library Document Procurement - D&B	10.00
	Business Information Report: Mrs.	
1 /10 /0 /	Smith's Bakeries LLC (2004).	
1/13/04	West Publishing-TP, Database Usage 1.04	42.67
1/13/04	Steven Kotarba, cabfare, Chicago, IL,	40.00
1/10/04	01/13/04, (Overtime transportation)	0.00
1/13/04	Overtime Meals Damian D Capozzola	9.00 175.73
1/13/04 1/14/04	Ashley M Kim - EXCEL PROJECT Telephone call to: BRITTON,OK	**** = * * * =
1/14/04	405-858-5854	.50
1/14/04	Telephone call to: WILMINGTON, DE	.75
17 1 17 0 1	302-888-6853	.,,
1/14/04	Telephone call to: NEWYORKCTY, NY	2.74
	212-819-8341	
1/14/04	Telephone call to: GRD PR,TX	.75
	214-647-7500	
1/14/04	Fax page charge to 405-239-6651	1.50
1/14/04	Scanned Images	. 45
1/14/04	Scanned Images	.15
1/14/04	West Publishing-TP, Database Usage 1.04	79.47
1/14/04	Overtime Meals Donna R Amos e	12.00
1/14/04	Overtime Meals Damian D Capozzola	9.00
1/14/04	Ashley M Kim - EXCEL PROJECT	301.26
1/14/04	Patricia C Myers - Secretarial overtime	35.85
1/14/04	Patricia C Myers - Secretarial overtime	134.43
1/15/04	Telephone call to: STATE OF,DE 302-252-4460	2.49
1/15/04	Telephone call to: NEWYORKCTY.NY	1.49
	212-963-4440	
1/15/04	Telephone call to: DALLAS NE,TX	3.74
•	972-906-1120	
1/15/04	Telephone call to: DALLAS NE,TX	. 50
	972-906-1120	
1/15/04	Telephone call to: BIGPRAIRIE,OH	.75
	216-496-0736	
1/15/04	Telephone call to: WILMINGTON,DE	6.73
	302-656-8162	
1/15/04	Telephone call to: GRD PR,TX	.75
1/15/04	214-647-7500	^ - .
1/15/04	Telephone call to: OAHU,HI	2.74

<u>Date</u>	Description	Amount
	808-539-8700	
1/15/04	Telephone call to: STATE OF,HI 808-256-5045	50
1/15/04	Telephone call to: NORTH WEST,NJ 973-621-7361	7.72
1/15/04	Telephone call to: STATE OF,DE 302-778-6405	3.49
1/15/04 1/15/04 1/15/04	Postage Standard Copies Scanned Images	1.80 2.80 .15
1/15/04 1/15/04 1/15/04	Scanned Images Comet Messenger Services WORLDWIDE NETWORK, INC Outside Messenger Services - 1/15/04 Ricahrd or Susan Beger, Lond Beach, CA	.45 38.06 70.00
1/15/04	ADMINISTRATIVE SERVICES COOPERATIVE, INC - Local Transportation - 01/27/04 - From: K&E / To: LAX	46.00
1/15/04	ADMINISTRATIVE SERVICES COOPERATIVE, INC - Local Transportation - 02/01/04 -	120.06
1/15/04	From: K&E / To: home ADMINISTRATIVE SERVICES COOPERATIVE, INC - Local Transportation - 01/21/04 -	115.46
1/15/04	From: K&E / To: home Calendar/Court Services - Delivery to Richard Berger via worldwide. (S. Abdullah)	10.00
1/15/04 1/15/04	West Publishing-TP,Database Usage 1.04 Overtime Transportation, J. Strohl, 12/2/03	108.14 12.10
1/15/04	Overtime Transportation, M. Najjarpour, 12/12/03	22.70
1/15/04 1/15/04 1/15/04 1/15/04	Overtime Meals Damian D Capozzola Ashley M Kim - EXCEL PROJECT Ashley M Kim - EXCEL PROJECT Patricia C Myers - Prepare memorandum	9.00 75.31 276.15 17.92
1/16/04	and attachme Telephone call to: NEWYORKCTY,NY	.83
1/16/04 1/16/04 1/16/04 1/16/04 1/16/04 1/16/04	212-416-8220 Fax phone charge to 216-861-4703 Fax phone charge to 302-652-1111 Fax phone charge to 212-822-5411 Fax page charge to 216-861-4703 Fax page charge to 216-861-4703 Fax page charge to 302-652-1111 Fax page charge to 212-822-5411	.75 .75 1.00 2.25 7.50 7.50

<u>Date</u>	Description	<u>Amount</u>
1/16/04	Fax page charge to 212-530-5219	2.25
1/16/04	Standard Copies	. 40
1/16/04	Scanned Images	.75
1/16/04	Scanned Images	1.95
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1/17/04	Standard Copies	3.60
1/17/04	Standard Copies	1.40
1/17/04	Standard Copies	. 40
1/17/04	Standard Copies	1.00
1/17/04	Standard Copies	9.40
1/17/04	Standard Copies	2.80 6.20
1/17/04	Standard Copies	.50
1/17/04	Standard Copies	. 40
1/17/04	Standard Copies	. 40 . 50
1/17/04	Standard Copies	.70
1/17/04	Standard Copies	3.00
1/17/04	Standard Copies	14.60
1/17/04	Standard Copies	.20
1/17/04 1/17/04	Standard Copies	1.70
1/17/04	Standard Copies Standard Copies	.10
1/17/04	Standard Copies	.10
1/17/04	Standard Copies	.80
1/17/04	Standard Copies	. 20
1/17/04	Standard Copies	2.40
1/17/04	Scanned Images	.75
1/17/04	Fed Exp	15.72
1/17/04	Melissa Dulac, Working Group Meal/K&E	29.80
1/1//04	Only, Los Angeles, CA, 01/17/04,	23.00
	(Document Production)	
1/17/04	Damian Capozzola, Overtime	16.12
1/1//04	Meal-Attorney, Los Angeles, CA,	10.12
	01/17/04, (Document Preparation)	
1/18/04	Telephone call to: OKLA CITY,OK	.50
17 107 04	405-627-7428	.00
1/18/04	Telephone call to: OKLA CITY,OK	.75
17 107 04	405-627-7428	.70
1/18/04	Telephone call to: OKLA CITY,OK	.75
17 107 04	405-627-7428	.70
1/18/04	Telephone call to: OKLA CITY,OK	2.99
17 107 04	405-627-7428	2.55
1/18/04	Telephone call to: OKLA CITY,OK	1.00
1/ 10/ 07	405-627-7428	1.00
1/18/04	Standard Copies	18.70
1/18/04	Scanned Images	7.65
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<u>Date</u>	Description			Amount
1/18/04 1/18/04	Scanned Images Scanned Images			8.55 19.80
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1/18/04 1/19/04	West Publishing-TP, I Telephone call to: 801-257-1903	Database Usage TREMONTON,UT	1.04	135.19
1/19/04	Telephone call to: 801-257-1840	TREMONTON, UT		4.48
1/19/04	Telephone call to: 214-704-9254	GRD PR,TX		2.24
1/19/04	Telephone call to: 972-906-2180	DALLAS NE,TX	-	. 50
1/19/04	Telephone call to: 302-778-6405	STATE OF, DE		.75
1/19/04 1/19/04	Standard Copies Standard Copies			.50 .50
1/19/04 1/19/04	Standard Copies Standard Copies			22.00 8.30
1/19/04 1/19/04 1/19/04	Standard Copies Standard Copies Standard Copies			. 20 . 70 27 . 50
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1/19/04 1/19/04	Fed Exp Melissa Dulac, Work Only, Los Angeles, (K&E	14.12 13.29
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1/19/04 1/19/04	West Publishing-TP, West Publishing-TP, I		1.04	48.96 50.41
1/20/04	Telephone call to: 302-778-6405			1.25
1/20/04	Telephone call to: 302-778-6405	STATE OF, DE		.50
1/20/04	Telephone call to: 302-778-6412	STATE OF, DE		. 50
1/20/04	Telephone call to: 302-656-8162	WILMINGTON, DE		2.49
1/20/04	Telephone call to: 302-656-8162	WILMINGTON, DE		.75
1/20/04	Telephone call to: 650-589-9445	S SAN, CA		1.07
1/20/04	Telephone call to: 650-589-9445	S SAN, CA		1.01
1/20/04	Telephone call to:	STATE OF, DE		. 50

<u>Date</u>	Description	Amount
1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04 1/20/04	302-778-6405 Standard Copies Fed Exp West Publishing-TP, Database Usage 1.04 Overtime Meals Allison Mayo Andrews Yolanda C Wallace - Secretarial overtime Telephone call to: BRITTON, OK	28.10 .60 58.30 .20 .90 111.90 233.60 12.19 30.78 1.35 6.95 4.93 9.00 163.18
1/21/04	405-841-8214 Telephone call to: OKLA CITY,OK	.50
1/21/04	405-552-2215 Telephone call to: STATE OF,DE 302-778-6405	.50
1/21/04	Telephone call to: BRITTON,OK 405-841-8214	.50
1/21/04	Telephone call to: WILMINGTON, DE 302-656-8162	.75
1/21/04	Telephone call to: MIAMI,FL 305-536-1112	.50
1/21/04	Telephone call to: W BAY,CA 510-813-4449	1.66
1/21/04	Telephone call to: GRD PR,TX 214-704-9254	1.99
1/21/04	Telephone call to: NEWYORKCTY,NY 212-819-8200	.50
1/21/04	Telephone call to: GRD PR,TX 214-397-1648	3.49
1/21/04	Telephone call to: W BAY,CA 510-813-4449	.56
1/21/04 1/21/04 1/21/04 1/21/04 1/21/04 1/21/04 1/21/04 1/21/04 1/21/04	Fax page charge to 302-652-4400 Fax page charge to 302-652-4400 Fax page charge to 480-585-0091 RightFax page charge to 302-652-4400 RightFax page charge to 302-652-4400 RightFax page charge to 302-652-4400 Standard Copies Standard Copies Standard Copies	3.00 3.00 3.00 2.25 3.75 1.50 .10 .50 3.20

<u>Date</u>	Description	Amount
1/21/04 1/21/04 1/21/04 1/21/04 1/21/04 1/21/04 1/21/04	Standard Copies Standard Copies Standard Copies Standard Copies Standard Copies Scanned Images Scanned Images DDS DOCUMENT DUPLICATION SERVICE - Outside Copy/Binding Services - Medium	.10 117.80 .10 29.50 1.95 .45 1,344.03
1/21/04 1/21/04 1/22/04	litigation copies Harris L-Ashley Kim, 01/21/2004 Hickman S Secretarial overtime Telephone call to: NEWYORKCTY,NY 212-508-1658	8.89 159.98 1.66
1/22/04	Telephone call to: DETROIT,MI 313-393-7331	.50
1/22/04	Telephone call to: OKLA CITY,OK 405-239-6692	2.99
1/22/04	Telephone call to: WILMINGTON,DE	1.00
1/22/04	302-656-8162 Telephone call to: DETROIT,MI	3.24
1/22/04	313-393-7331 Telephone call to: WILMINGTON.DE	2.49
1/22/04	302-656-8162 Telephone call to: DALLAS NE.TX	2.24
1/22/04	972-906-1120 Telephone call to: DETROIT,MI	1.99
1/22/04	313-393-7331 Telephone call to: TREMONTON,UT	5.98
1/22/04	801-257-1840 Telephone call to: MIAMI,FL	.50
1/22/04	305-536-1112 Telephone call to: NEWYORKCTY,NY 212-819-8313	. 50
1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04	Fax page charge to 302-652-1111 Fax page charge to 302-652-4400 Fax page charge to 212-530-5219 Fax page charge to 216-861-4703 Fax page charge to 214-647-7503 Fax page charge to 302-428-3996 Standard Copies	1.50 1.50 1.50 1.50 1.50 .75 3.00 .70 2.00 1.50 .50 2.80 3.50

<u>Date</u>	<u>Description</u>	<u>Amount</u>	
1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04 1/22/04	Standard Copies Standard Copies Standard Copies Standard Copies Standard Copies Standard Copies Postage ADMINISTRATIVE SERVICES COOPERATIVE, IN	.20 1.40 .60 40.90 30.00 3.60 C 102.55	
1/22/04 1/22/04 1/22/04	- Local Transportation - 01/20/04 - FROM: K&E / TO: HOME West Publishing-TP, Database Usage 1.04 West Publishing-TP, Database Usage 1.04 Overtime Transportation, J. Strohl,	2.63	
1/22/04	1/5/04 Overtime Transportation, M. Najjarpour,	21.50	
1/23/04	1/5/04 Telephone call to: NEWYORKCTY,NY 212-416-6356	3.74	
1/23/04	Telephone call to: BRITTON,OK	1.74	
1/23/04	405-841-8214 Telephone call to: OAHU,HI 808-528-0100	3.49	
1/23/04	Telephone call to: TREMONTON, UT	1.99	
	801-257-1840		
1/23/04	801-257-1840 Standard Copies	.10	
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	Standard Copies		
1/23/04	Standard Copies Standard Copies	.10	
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	Meals)	,
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1/28/04	214-647-7675 Telephone call to: CLEVELAND.OH	6.23

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